

PLEASE RECORD & RETURN TO:
ATLANTIC MORTGAGE & INVESTMENT CORP.
7159 CORKLAN DRIVE
JACKSONVILLE, FLORIDA 32258
PAYOFF DEPT., AGENCY phone - N/A
ATTN: Payoffs

Desoto County,
Mississippi
BOOK 82 PAGE 257

LIMITED POWER OF ATTORNEY

Fannie Mae ("Federal National Mortgage Association"), a corporation organized and existing under the laws of the United States of America, having an office for the conduct of business at 13150 Worldgate Drive, Herndon, Virginia 20170, constitutes and appoints, Atlantic Mortgage and Investment Corporation, a corporation existing under the laws of The United States, its true and lawful Attorney-in-Fact, and in its name, place, and stead and for its use and benefits, to execute, endorse, and acknowledge all documents customarily and reasonably necessary and appropriate for:

1. the release of a borrower from personal liability under the mortgage or deed of trust following an approved transfer of ownership of the security property;
2. the full satisfaction or release of a mortgage or the request to a trustee for a full reconveyance of a deed of trust;
3. the partial release or discharge of a mortgage or the request to a trustee for a partial reconveyance or discharge of a deed of trust;
4. the modification or extension of a mortgage or deed of trust;
5. the subordination of the lien of a mortgage or deed of trust;
6. the completion, termination, cancellation, or rescission of foreclosure relating to a mortgage or deed of trust, including (but not limited to) the following actions:
 - a. the appointment of a successor or substitute trustee under a deed of trust, in accordance with state law and the deed of trust;
 - b. the issuance of a statement of breach or nonperformance;
 - c. the issuance or cancellation or rescission of notices of default;
 - d. the cancellation or recession of notices if sale; and
 - e. the issuance of such other documents as may be necessary under the terms of the mortgage, deed of trust, or state law to expeditiously complete said transactions, including, but not limited to, assignments or endorsements of mortgages, deeds of trust, or promissory notes to convey title from Fannie Mae to the Attorney-in-Fact under this Limited Power of Attorney;

STATE MS. - DESOTO CO.

AUG 24 12 55 PM '99

BK 82 PG 257
W.F. [illegible] CLK.

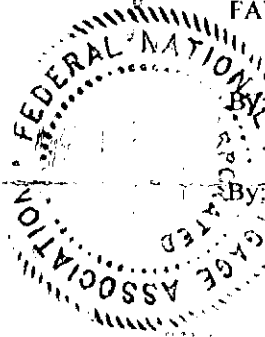
7. the conveyance of properties to the Federal Housing Administration (FHA), the Department of Housing and Urban Development (HUD), the Department of Veterans Affairs (VA), the Rural Housing Service (RHS), or a state or private mortgage insurer; and
8. the assignment or endorsement of mortgages, deeds of trust, or promissory notes to the Federal Housing Administration (FHA), the Department of Housing and Urban Development (HUD), the Department of Veterans Affairs (VA), the Rural Housing Service (RHS), a state or private mortgage insurer, or Mortgage Electronic Registration System (MERS™).

The undersigned gives to said Attorney-in-Fact full power and authority to execute such instruments and to do and perform all and every act and thing requisite, necessary, and proper to carry into effect the power or powers granted by or under this Limited Power of Attorney as fully, to all intents and purposes, as the undersigned might or could do, and hereby does ratify and confirm all said Attorney-in-Fact shall lawfully do or cause to be done by authority hereof.

Third parties without actual notice may rely upon the power granted under this Limited Power of Attorney upon the exercise of such power of the Attorney-in-Fact that all conditions precedent to such exercise of power has been satisfied and that this Limited power of Attorney has not been revoked unless an instrument of revocation has been recorded.

IN WITNESS WHEREOF, I have hereunto set my hand this 9th day of June 1999

FANNIE MAE ("Federal National Mortgage Association")



Shirley P. Young
Shirley P. Young, Vice President

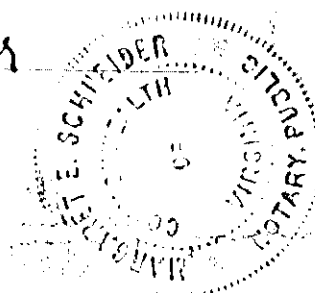
DeeDee M. Bolton
DeeDee M. Bolton, Assistant Secretary

STATE OF VIRGINIA }
COUNTY OF FAIRFAX }

The foregoing instrument was acknowledged before me, a notary public commissioned in Fairfax County, Virginia this 9th day of June 1999, by Shirley P. Young, Vice President, and by DeeDee M. Bolton, Assistant Secretary of Fannie Mae (Federal National Mortgage Association), a United States Corporation, on behalf of the corporation.

Margaret E. Schneider

Margaret E. Schneider, Notary Public
My commission expires: January 31, 2003



Atlantic Mortgage
Atlantic Mortgage & Investment Corporation

7159 Corklan Drive, Jacksonville, Florida 32258